

Unless otherwise defined herein, capitalized terms in this announcement shall have the same meanings as those defined in the prospectus dated June 29, 2020 (the “**Prospectus**”) issued by Smoore International Holdings Limited (the “**Company**”).

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This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia) or any other jurisdiction where such distribution is prohibited by law. This announcement does not constitute or form a part of any offer to sell or solicitation of any offer to buy or subscribe for securities in Hong Kong, the United States or elsewhere. The securities referred to in this announcement have not been and will not be registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”) or any state securities laws of the United States and may not be offered or sold in the United States absent registration under the U.S. Securities Act or except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. There is not and it is not currently intended for there to be any public offering of securities of the Company in the United States. The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and in the United States to qualified institutional buyers in reliance on Rule 144A under the U.S. Securities Act.

Potential investors of the Offer Shares should note that the Joint Global Coordinators (for themselves and on behalf of the Hong Kong Underwriters) and the Sole Sponsor are entitled, in their absolute discretion and by giving written notice to the Company, to terminate the Hong Kong Underwriting Agreement, upon the occurrence of any of the events set out in the section headed “Underwriting — Underwriting Arrangements and Expenses — The Hong Kong Public Offering — Grounds for termination” in the Prospectus, at any time at or prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be on July 10, 2020).

In connection with the Global Offering, CLSA Limited, as stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilizing or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager (its affiliates or any person acting for it) to conduct any such stabilizing action. Such stabilizing action, if commenced, (a) will be conducted at the sole and absolute discretion of the Stabilizing Manager (its affiliates or any person acting for it) and in what the Stabilizing Manager reasonably regards as the best interest of the Company, (b) may be discontinued at any time and (c) is required to be brought to an end within 30 days of the last day for lodging applications under the Hong Kong Public Offering. Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules (Cap. 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on August 2, 2020, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.



## Smooore International Holdings Limited

思摩爾國際控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

### GLOBAL OFFERING

Number of Offer Shares under the Global Offering	:	574,352,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	212,512,000 Shares (as adjusted after reallocation)
Number of International Offer Shares	:	361,840,000 Shares (as adjusted after reallocation and subject to Over-allotment Option)
Final Offer Price	:	HK\$12.40 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, and the Stock Exchange trading fee of 0.005%
Nominal value	:	US\$0.01 per Share
Stock code	:	6969

Sole Sponsor, Joint Global Coordinator and Joint Bookrunner



Joint Global Coordinators and Joint Bookrunners



Joint Bookrunner

